



GivHOPE Africa ASSOCIATION

STATUTES Revised on September 30, 2020 Name extension and Motto change

PREAMBLE

The Association "GivHOPE Africa" was born from the desire of some Cameroonian citizens, residents of the city of Yaoundé and abroad to share the same values and vision in order to partner with all good wills, associations, international institutions, government and the private sector to the benefit of vulnerable people in Cameroon and Africa;

Through the withdrawal, rehabilitation and socioeconomic reintegration of street children (Boys/girls), school dropout girls, internal displaced persons from the war zones, women at risk and improving their living conditions, its particular focus being to empowering, reinforcing and building their capacities in order for them to become income generators of small businesses, go into apprenticeship or vocational training for those who cannot go back to school and job placement in order to help them stand on their own feet.

- The Association "GivHOPE Africa" also assists vulnerable and physically underprivileged women;
- This desire stems from the willingness to fight against social exclusion, sexual abuses, and all kinds of violence and to help them dream again by creating a brighter future for themselves.
- "GivHOPE Africa" is a secular, non partisan and non-profit Association.

TITLE1: OVERALL PROVISIONS

CHAPTER I: NAME - REGISTERED OFFICE – Duration – Motto – EMBLEM

PURPOSE

SECTION I: Name and Headquarters

Article 1:

It is created between the signatories of these statutes and those who will join later, in conformity with the Bylaws N°: 90/053 du 19/12/1990, a secular, non partisan and non-profit Association, called "GivHOPE Africa".

Article 2:

- a- The headquarters of the Association "GivHOPE Africa" is located in Yaoundé, at Tsinga.
- b- It may be transferred to any other place in the Republic of Cameroon, with national, regional and international representations, following a decision of the General Assembly members met at 2/3.

SECTION II: Duration, motto and emblem

Article 3: The life of the association is unlimited.

Article 4: Its motto is: “Closer to You”

Article 5: Its emblem is "Two hands holding a heart"

SECTION III: Scope and Purpose

Article 6 : Overall objective

Promote and ensure concerted coordination/mechanisms actions for the social protection of the poor and vulnerable people in Cameroon and Africa.

Article 7 : Specific Objectives

- a. Remedy to the fragmentation and déficit of coordinated coverage system of formal social protection,
- b. Assist Cameroonian and African Gouvernements in the elaboration of a social protection coverage accessible to all vulnerable groups,
- c. Ensure an experiment of mechanisms of social protection to the benefit of underprivileged families and communities in zones of action,
- d. Bring urgent solutions to the immediat needs of distressed persons (Children, teens, girls, women, singles moms, street children, IDPs, dropouts ...),
- e. Reinforce the operational capacities of key actors dealing with social protection system in Cameroon and Africa.
- f. Develop networking groups/actions for a bettter harmonised social protection system for vulnerable groups,
- g. Support the fight against ill-treatment of girls, women and children,
- h. Favor home returns and/or socioeconomic reinsertion with accompanied measures of street children.

CHAPTER II: THE ASSOCIATION MEMBERS

SECTION I: Member Quality and acquisition of this quality

Article 8:

The Association comprises active members and distinguished members.

8.1. Active Members

- a- Active members, founders and any other person regardless of sex, race, religion and ethnicity, eager to help give hope to street children and families at-risk, to pay their monthly and annual contributions and adhere to the present statutes, values, purpose and goal in accordance with regulatory provisions hereof;
- b- They contribute to bring in financial capital, material and human resources to the Association;

8.2. Distinguished Members

- a- Distinguished members are individuals or legal entities that work for the good functioning and prosperity of the Association through their financial, material or/and moral contributions;

SECTION II: Loss of membership

Article 9:

9.1. Membership of the Association is lost by:

- a- The death;
- b- Voluntary withdrawal from the Association materialized by a letter to the President;
- c- The exclusion or resignation proposed by the President, after advisory opinion of the members of the Executive Desk or the General Assembly convened to 2/3;

9.2. Effects of loss of membership:

- a- The resigning or excluded members of the Association cannot claim any rights over the property thereof, any benefits provided or the reimbursement of membership fees and contributions;
- b- In all cases, the contribution arrears are due and recoverable;
- c- The loss of membership is approved by the Executive Desk.

TITLE II: ORGANIZATION AND OPERATION

Article 10: The statutory bodies of the Association "GivHOPE Africa" are:

- The General Assembly;
- The Executive Desk (Including the Steering Committee and Independent Disciplinary Committee);
- The Regional Offices.

CHAPTER I: General Assembly

ARTICLE 11: Responsibilities of the General Assembly

11.1. The General Assembly may meet in regular sessions or special sessions.

11.2. The vote is equal and secret within the General Assembly. The Executive Desk may decide otherwise as advertising or secrecy vote is concerned.

ARTICLE 12: The General Assembly can sit on first notice if it meets at least two thirds (2/3) of its members.

12.1. However, if the quorum is not reached, the General Assembly is postponed. After the first postponement, it stands regardless of the number of members present;

12.2. The General Assembly takes its decisions by simple majority of members present;

12.3. However, the voice of the President of the General Assembly has the casting vote in case of equality.

SECTION I: The Ordinary General Assembly

Article 13: Domains of the General Assembly

The General Assembly is assigned the following responsibilities:

a- The adoption of the budget and program of action of the Association proposed by the Executive Desk;

b- The establishment and modification of members' contributions rate proposed by the Executive Desk;

c- The validation of bilateral and multilateral agreements signed by the Executive Coordinator of the Association or its representative;

d- The Executive Desk accounts approval;

e- The adoption of the statutes and internal rules of the Association and their modification by a majority of two thirds (2/3) of its members;

- f- The definition of the overall action and policy, social, human, material, economic and cultural guidance of the Association;
- g- The approval of projects presented by the Executive Desk;
- h- The election, nomination and resignation of the Executive Desk members;
- i- The reassessment of decisions taken by the Executive Desk;
- j- The evaluation of the Executive Desk's work during the year and its mandate.

SECTION II: Extraordinary General Assembly

Article 14: The extraordinary General Assembly is held either on the Executive Desk's or the Executive's Coordinator call or that of two thirds (2/3) of the members duly registered.

CHAPTER II: Executive Desk

Article 15:

16.1. The Executive Desk is elected by the General Assembly at a simple majority vote by direct and secret uninominal ballot, once at the simple majority of members present;

16.2. The term of office of the Executive Desk members by post is renewable several times because based on performance.

Article 16:

16.1. Composition of the Executive Desk

The Executive Desk is the executive body responsible for the administration and operation of the Association.

It consists of four (07) members as follows:

- A President;
- A Director;
- A Treasurer;
- A Commissioner and a Deputy in charge of accounts
- An Independent Disciplinary Committee Panel of 3 members.

16.2. Executive Desk Mission

The Executive Desk is especially responsible for:

- Ensuring compliance with texts of the Association;
- Care-taking of the accounts of the Association, preparing the activity report and the draft budget to be submitted to the President;
- Submitting the form and amount of membership fees, contributions, including the nature and amount of services;
- Implementing the guidelines established by the Association and in accordance with the regulations of these statutes;
- Searching for partners;
- Seeking financing;
- Holding seminars, workshops, round tables, conferences, symposiums and fund raising activities;
- Strengthening and consolidating the relationship between active and distinguished members;
- Spreading the brand image of the Association giving it good visibility both nationally and internationally;
- Fostering a friendly and pleasant working environment.

SECTION I: Responsibilities of members of the Executive Desk

ARTICLE 17:

17.1. Duties of the President:

a- The President is assisted by a Director who replaces him in all acts in his absence:

- Chairs all meetings of the Executive Desk;
- Signs all the acts and proceedings;
- Assigns to the Secretary General all purchases, sales or rentals necessary for the functioning of the Association, authorized by the Executive Desk;

- Provides the founding members in accordance with the procedures in force, sanctions to be imposed on any member of the Executive Desk who has committed serious offenses as defined in Article 7, Paragraph 1 of these Statutes vis-à-vis the Association or who has been proven unable to ensure proper management;
 - Appoints and appeals to the Independent Discipline Committee if necessary.
- b- However, all decisions relating to acquisitions, exchanges and transfers of property necessary for the purpose of the Association, and loans of all kinds, are necessarily subject to the General Assembly of the Association;
- c- It may, if necessary and with the agreement of the Executive Desk, give special delegation on some of his powers for a limited time to the Director;
- d- In the absence of the President, the interim is ensured by the Director or in equal Seniority, the oldest Executive Bureau member.

17.3. Director's duties:

- a. Responsible for the administration, maintenance and conservation of the archives of the Association and he is accountable to the President.
As such, it is responsible in particular for:
 - b. Writing the minutes of the meetings of the General Assembly and the Executive Desk;
 - c. Keeping all writings concerning the operations of the Association;
 - d. Developing the activities report and submitting it for approval to the President;
 - e. Keeping the chronological list of street children and their family members if any, members and, with the approval of the President, signing notices for all meetings which he also organizes and assures the secretarial tasks;
 - f. Establishing the agenda of all General Assembly meetings on the advice of the President and communicating to members;
 - g. Ensuring all communications and public relations of the Association;
 - h. Communicating events to all members;
 - i. Ensuring proper functioning of the Association;
 - j. Providing general guidelines of the Association;
 - k. Convening special meetings when necessary, meetings of the Executive Desk and monthly members meetings;
 - l. Submitting a quarterly and annual reports of the Association for approval by the Executive Desk before being submitted to the General Assembly meeting in special sessions;
 - m. Can be assigned other duties as they unfold.

17.4. Duties of Treasurer:

- a- The Treasurer is responsible for managing the financial assets and liabilities of the Association and the petit-cash. As such:
- He/she provides monthly financial reports;
 - He/she provides a quarterly financial report of all operations and submits it for approval to the Executive Desk and to all members of the Association.
- b- He/she can be called to other duties as required.

17.5. Responsibilities of the Commissioner and Deputy in his/her absence:

- a- The Commissioner is responsible for ensuring in particular the strict application of the laws governing the Association, all guidelines and requirements of the latter.
- He/she issues opinions on the relevance of the acts of the Executive Desk.
- He/she acts in place and lieu of the Treasurer in his/her absence.
- He/she develops and provides the administrative, financial and accounting procedures;
- b- He/she manages all other resources of the Association as required.

17.6. Powers of the Independent Disciplinary Committee Panel:

a- The Panel is responsible for controlling sincerity and regularity of the accounts of the Association. As such:

- He is particularly required to conduct at least a quarterly audit;
- He should express an opinion on the cash reports for the same period;

b- He answers some mismanagement issues that occurred during the performance of his duties.

Article 18: Meetings of the Executive Desk

a- The Executive Desk shall meet at least quarterly in regular session and, as necessary, in extraordinary session convened by the Executive Coordinator;

b- The presence of the Executive Desk members during deliberations is noticed by their signatures on the attendance sheet and transcribed on a special register entitled "Attendance Sheet";

c- A report showing the names of members present or absent. It reports the presence or absence of any member especially summoned to the meeting;

d. The minutes of the Executive Desk are signed by the Director and the Executive Coordinator. They are transcribed without blank spaces or erasures on a register and signed by the Executive Coordinator. The Director may issue copies to certify compliance and evidence vis-à-vis third parties.

Article 19: Remuneration

a- The functions of members of the Executive Desk are free;

b- However, the Executive Coordinator or in his/her absence, the Deputy or the Director may grant the Executive Desk's members a fixed premium determined by the Procedures Manual.

CHAPTER IV: RESOURCES - EXPENSES OF THE ASSOCIATION

Article 20: Resources

The resources of the Association consist of:

- The membership fees of the founding members;
- The rights of active members and distinguished members possibly those whose amount is set annually on the proposal of Executive Coordinator in agreement with the Director;
- Membership fees;
- Donations, bequests and possible subsidies;
- Any other resources authorized by By-Laws and the regulations governing the functioning of Associations in Cameroon.

Article 21: Expenses

The expenses of the Association include:

- The benefits for active members and beneficiaries;
- The management fees and operating;
- Any bonuses paid to members of the Executive Board;
- Purchases of equipment or repair costs of existing equipment;
- Any other expenses authorized by the Executive Coordinator or the Director.

CHAPTER V: MISCELLANEOUS

Article 22: Discipline

There shall be an Independent Disciplinary Committee Panel under the authority of a President appointed by the President of the Association, whose role; composition and functioning are defined by the Internal Regulations of the Association.

Article 23: Dispute Resolution

a- Any dispute between a member and the administration of the Association must first attempt an amicable settlement.

b- Failing an amicable solution, the dispute is submitted for arbitration to the President or the Director.

Disputes relating to discipline are brought before the Independent Disciplinary Committee Panel.

c- Failure from both instances (amicable settlement and arbitration), the courts of the registered office of the Association shall have jurisdiction.

Article 24: Dissolution

a- The proposal to dissolve the Association can be initiated by the Executive Board after notification to the General Assembly meeting at least 2/3.

b- The dissolution is pronounced by the Executive Coordinator and communicated to all by the Director.

c- In case of dissolution, the cash balance and the combination of assets is accounted to by the founding members or those of the Executive Desk.

Article 25: Entry into force

These Statutes come into force after approval of all the founders.

CHAPTER VI: ANNEXES

Attachments:

Annex I: Internal Regulations;

Yaoundé, September 30, 2020

The President

